

ULTIMATE SPIDER-MAN®

ISSUE
125



**BENDIS
IMMONEN
von GRAWBADGER
PONSOR**

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The bite of a genetically altered spider granted high-school student Peter Parker incredible arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson, and swing time as the misunderstood, web-slinging Spider-Man!



PREVIOUSLY IN ULTIMATE SPIDER-MAN...

Months ago, Peter barely escaped a grueling, dramatic and violent encounter with a childhood friend, Eddie Brock, who turned himself into the monstrosity known as Venom. Venom's history is Peter and Eddie's own, as their fathers accidentally invented it while looking for a biological cure for cancer.

One month ago, Eddie reappeared as a walking shell of a man being controlled by the insatiable monster inside him, with no idea why a bounty hunter named Silver Sable was after him.

Spider-Man intercepted an armored mystery figure he named the Beetle who was trying to break in to the Roxxon laboratories and steal a biological sample.

Eddie discovered an indescribable attachment to Parker when they accidentally reunited during Peter's class trip at the art museum.

Spider-Man and Venom battled, but it was Silver Sable and her Wildpack that ended the fight. Sable took down Venom and kidnapped him, leaving Spider-Man to deal with the police.



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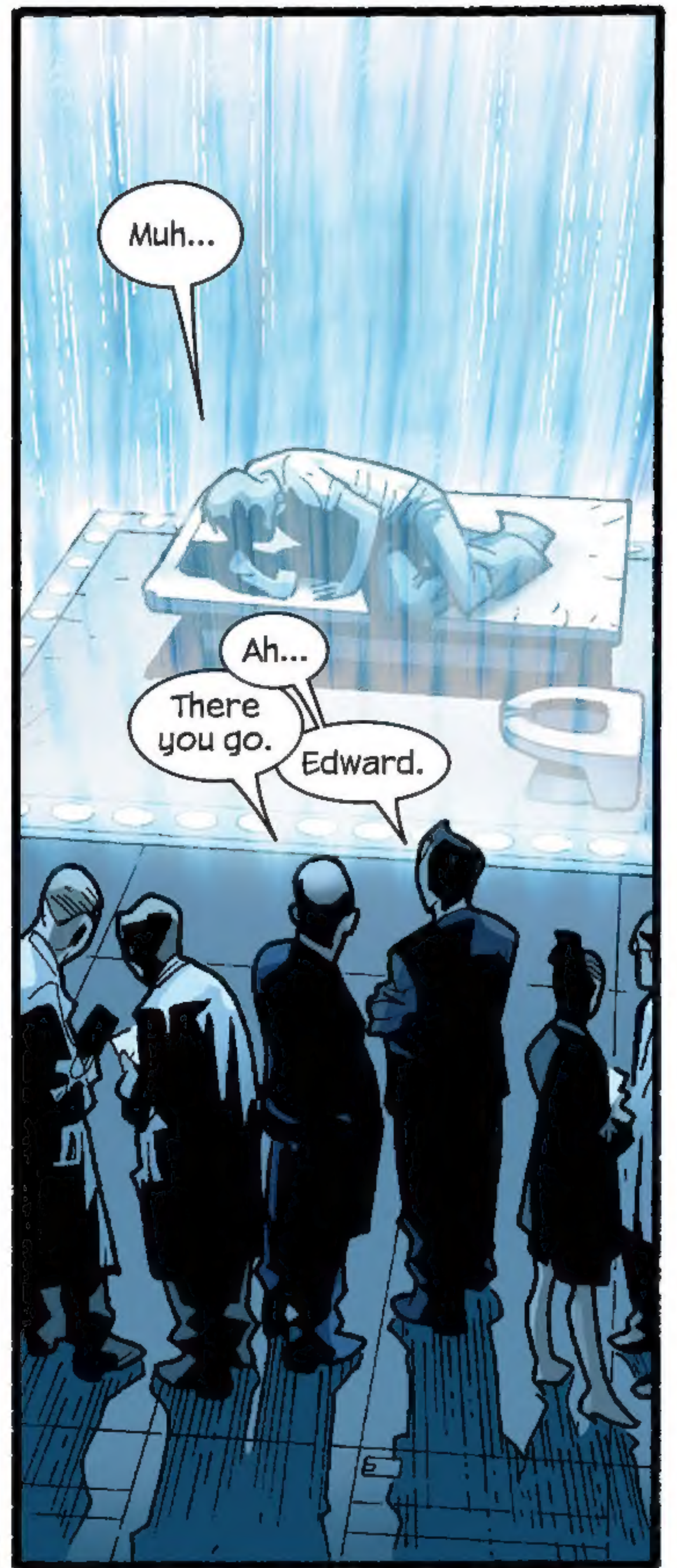
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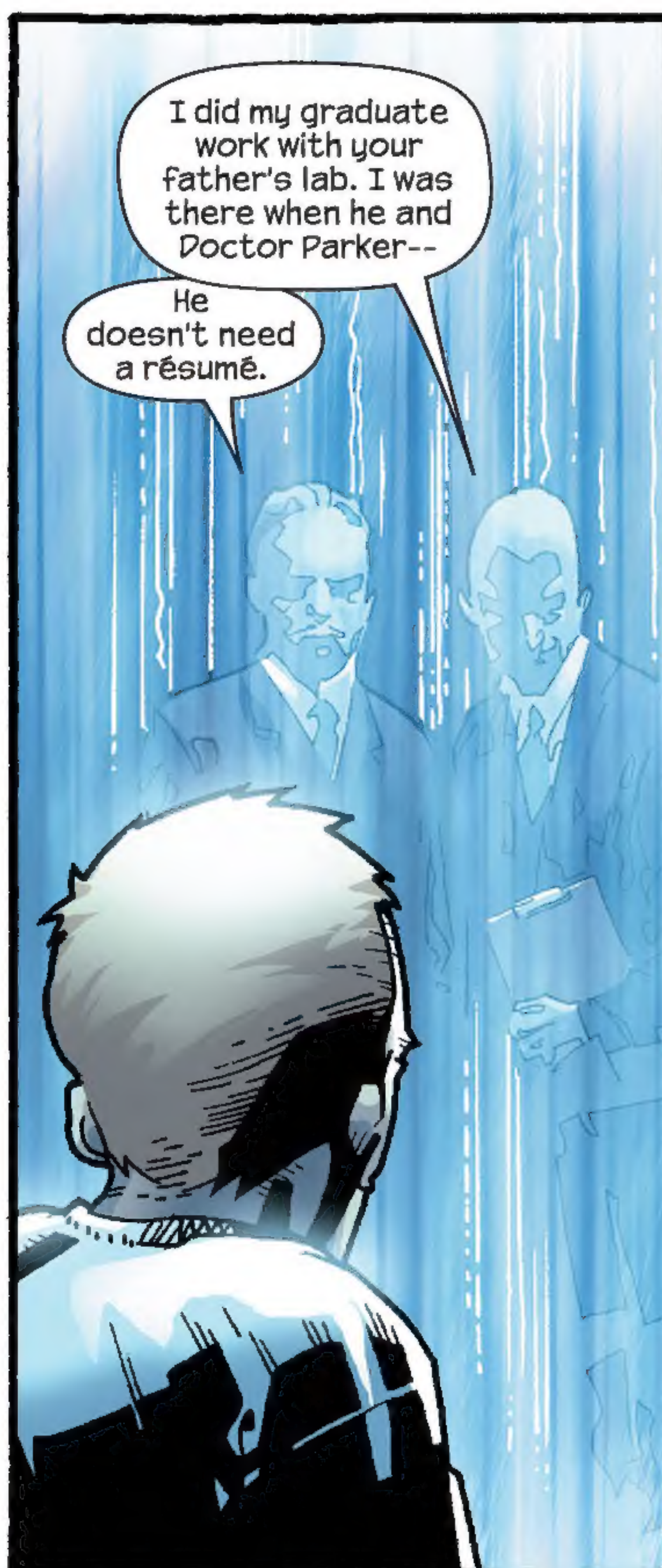
Yes.

My press agent will be thrilled.

Bolivar Trask.
President and CEO of Trask Enterprises. Of which you are now a guest.

I'd shake your hand but I'd rather you not eat it accidentally.

This is my associate, **Doctor Adrian Toomes.**



I did my graduate work with your father's lab. I was there when he and Doctor Parker--

He doesn't need a résumé.



Let's get down to business, shall we, Edward?

We have gone to great *lengths* to get you here. To help you.

We *know* you can't control yourself anymore. We know it's not your fault what has happened to you.

We know that *the suit*, as we'll call it, has attached to you, and is feeding on you.

It's a parasitic organism.

And we're going to help you get rid of it.

We're going to *help* you get your life back.



Doctor Toomes has the knowledge and understanding to start procedures.

Why?



Well, how can I put this without sounding crass...

That suit is worth billions of dollars.

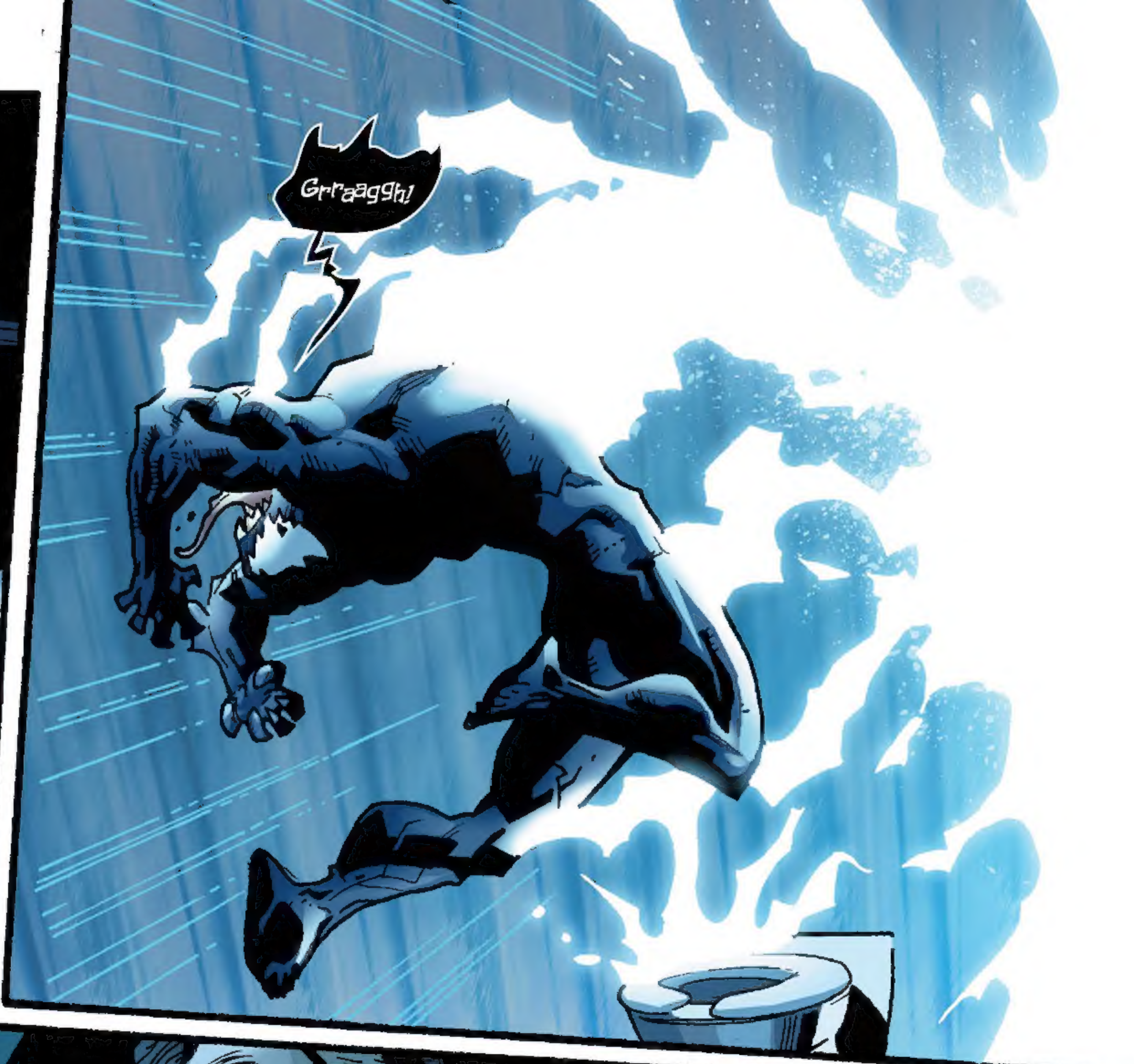


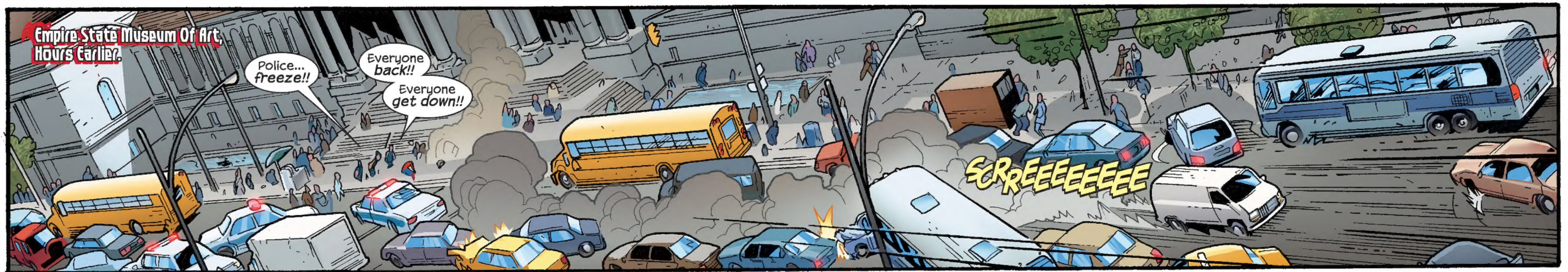
It was my father's.

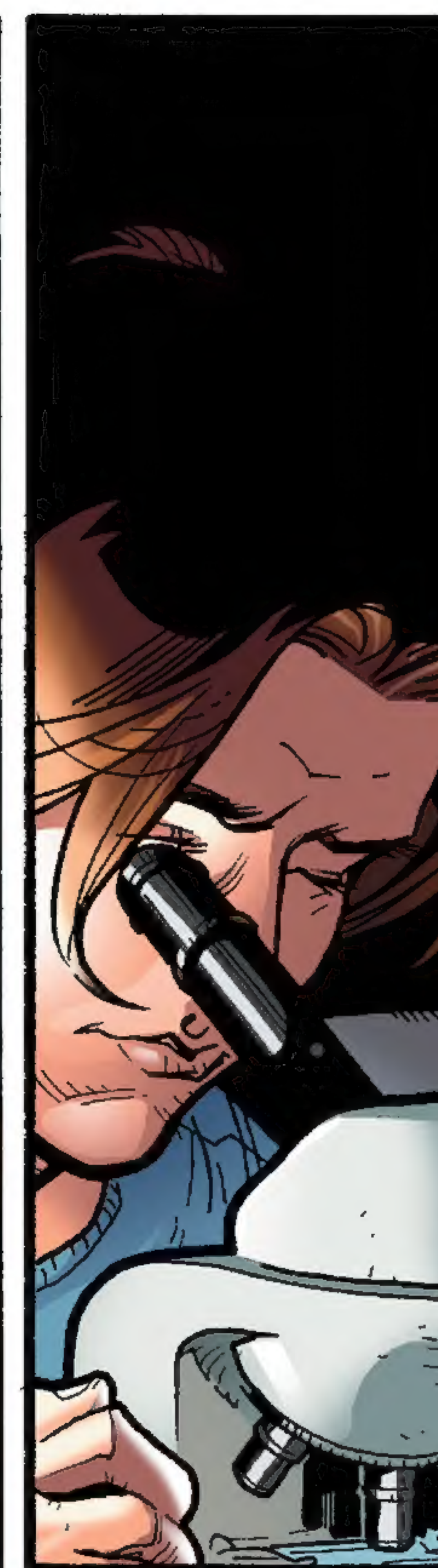
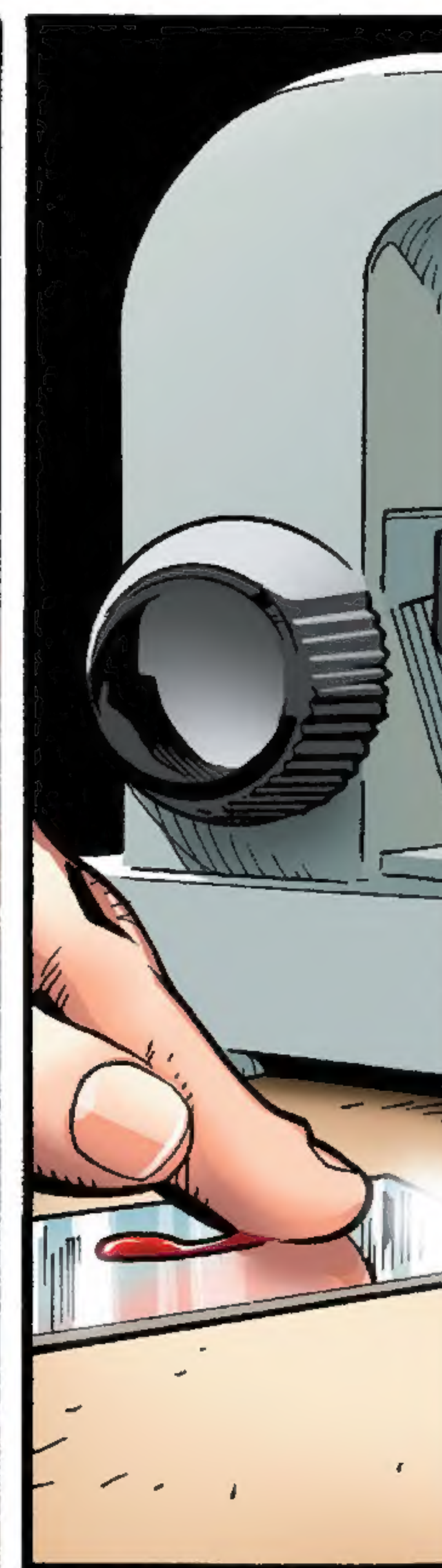
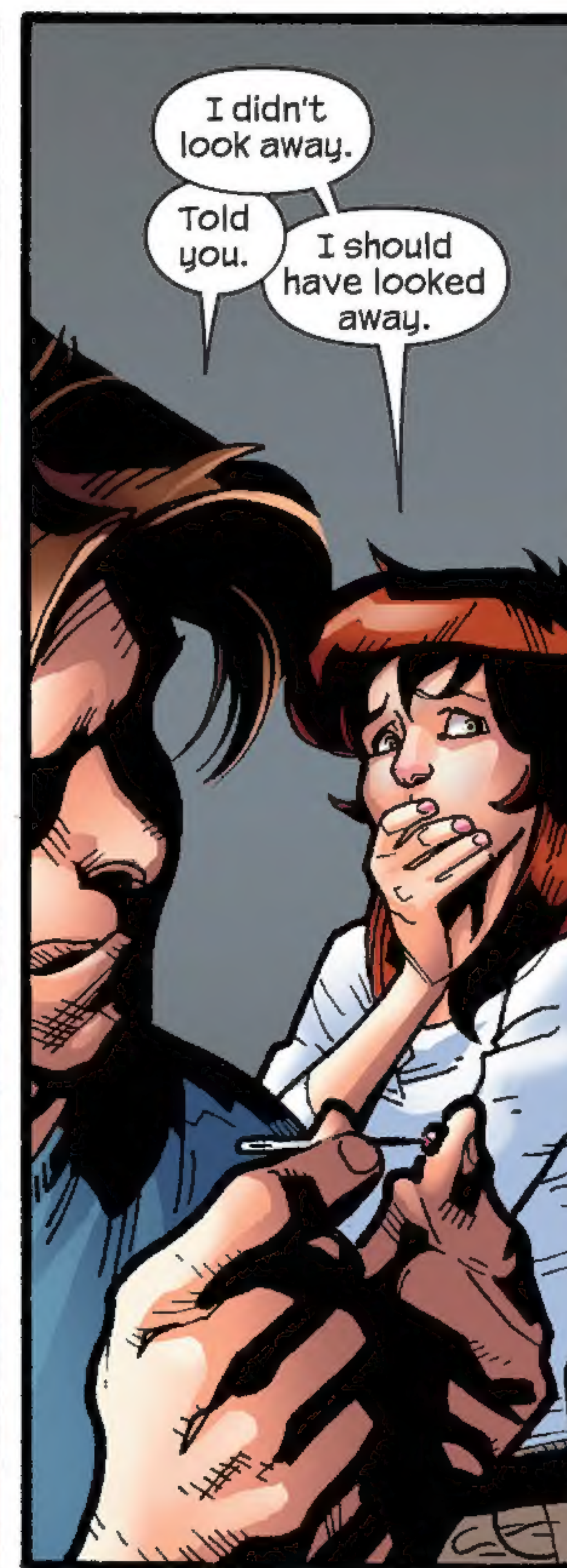
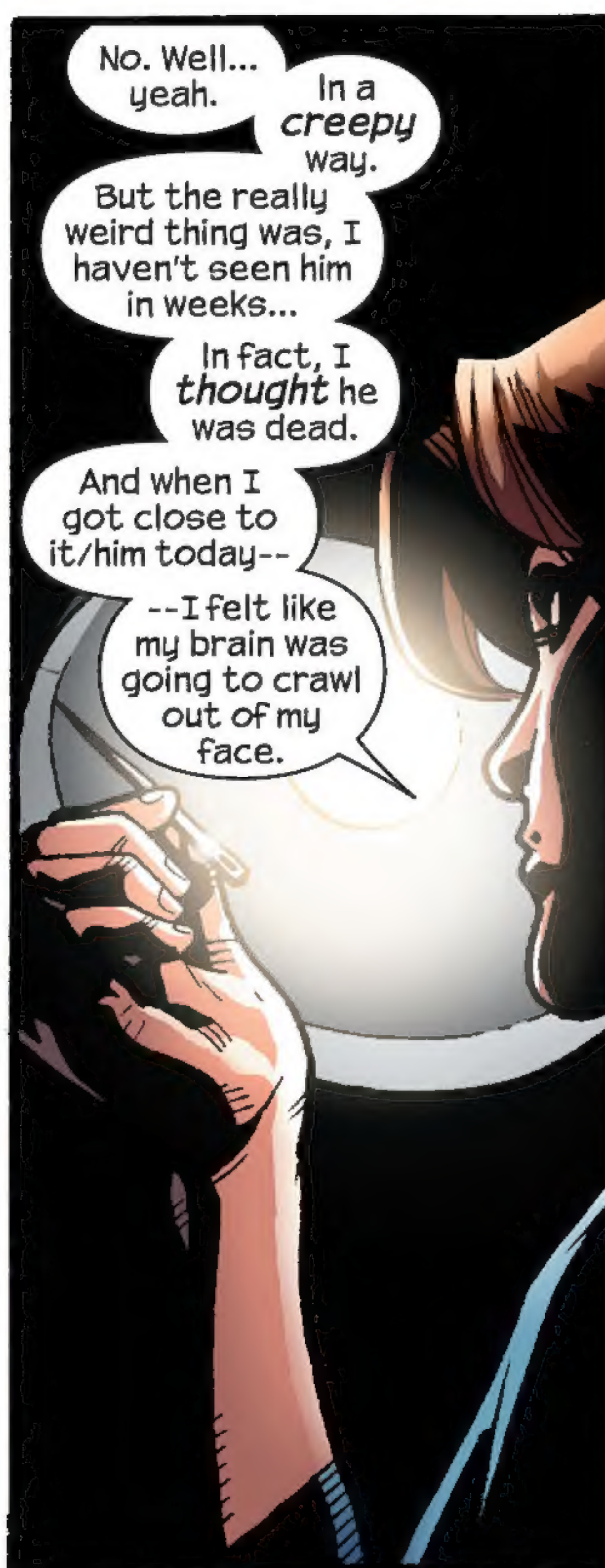
Ooh.

Actually...





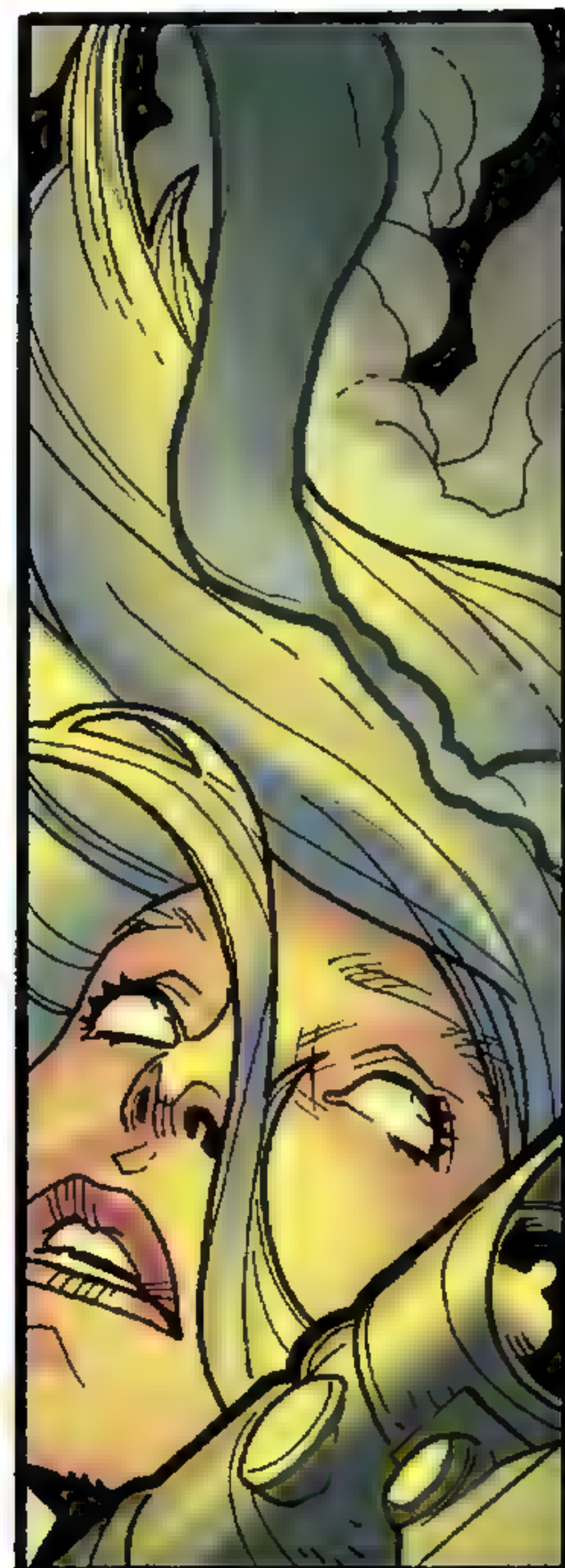
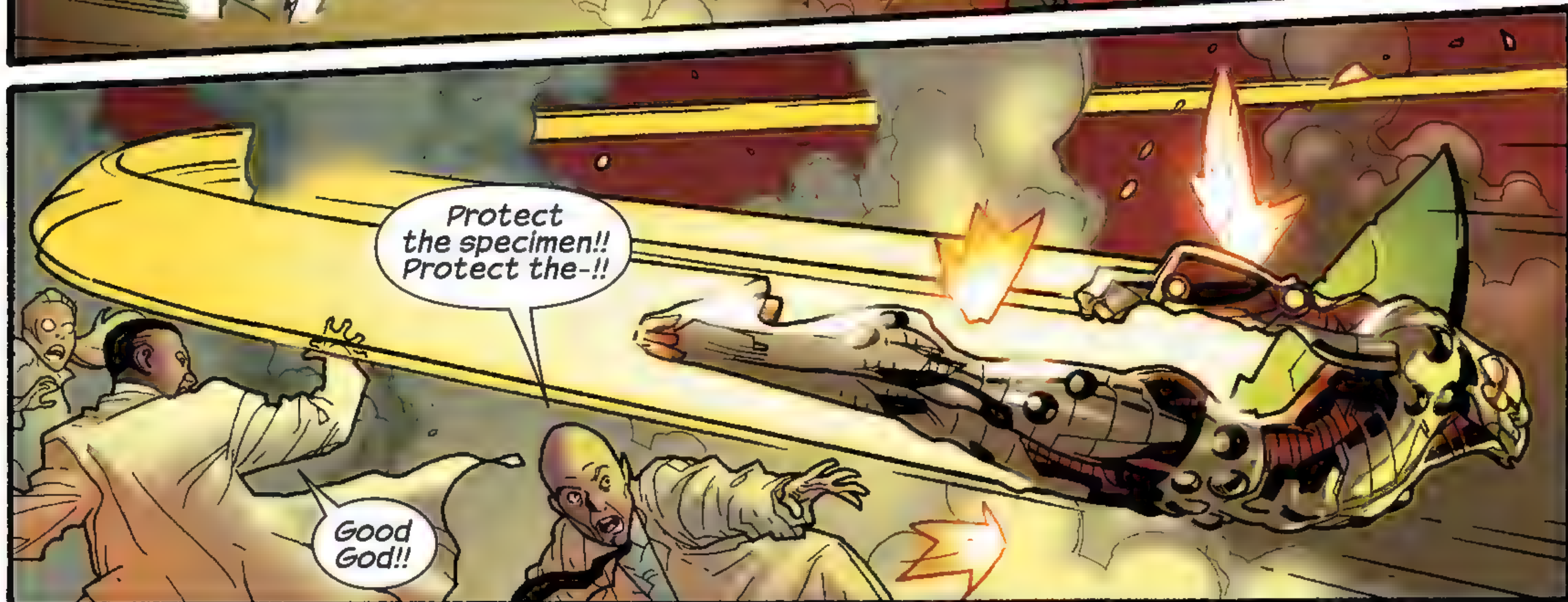
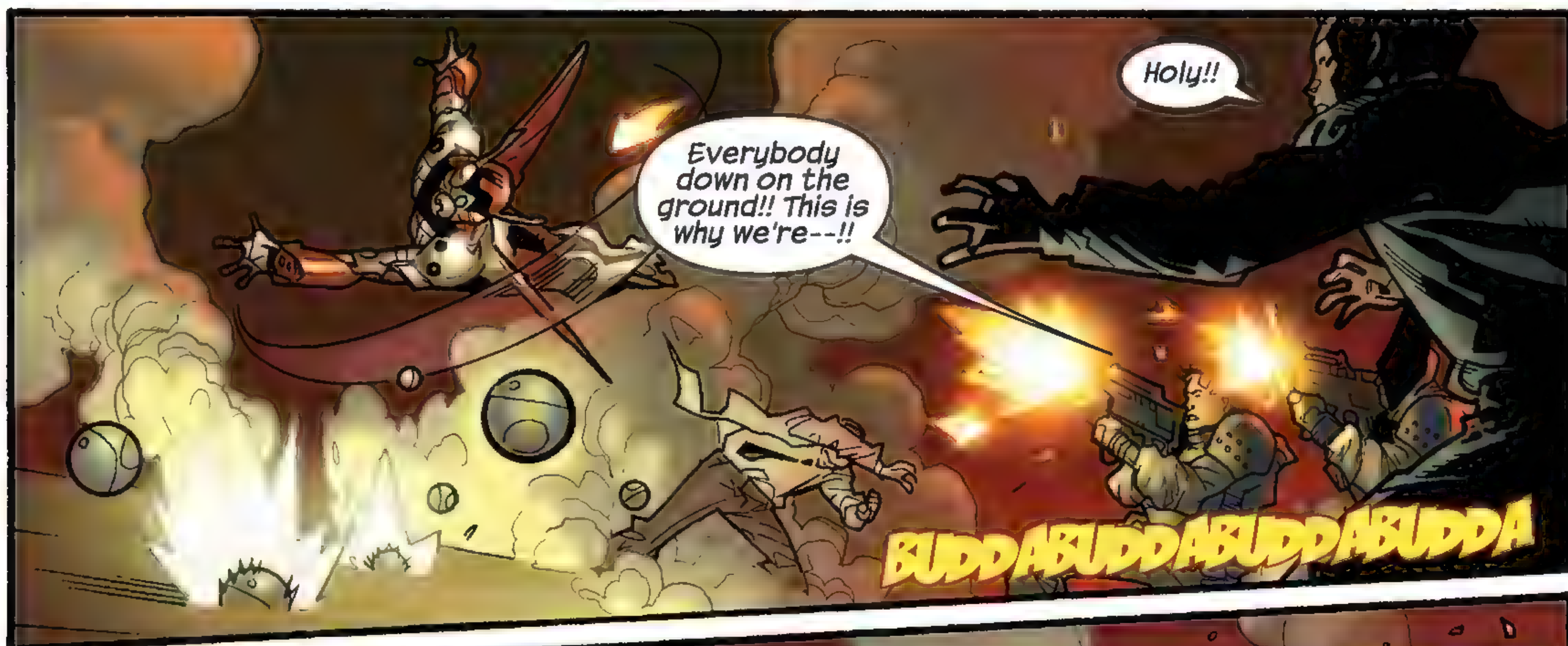
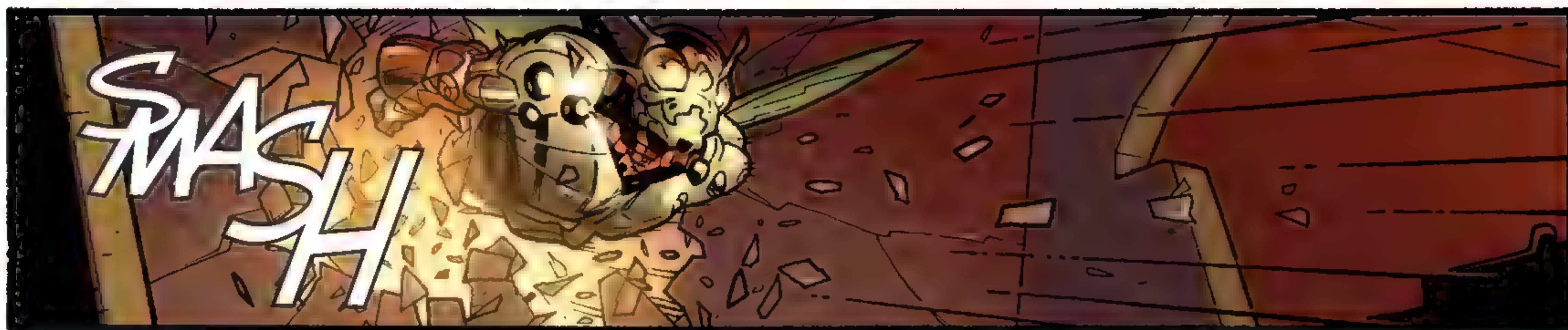


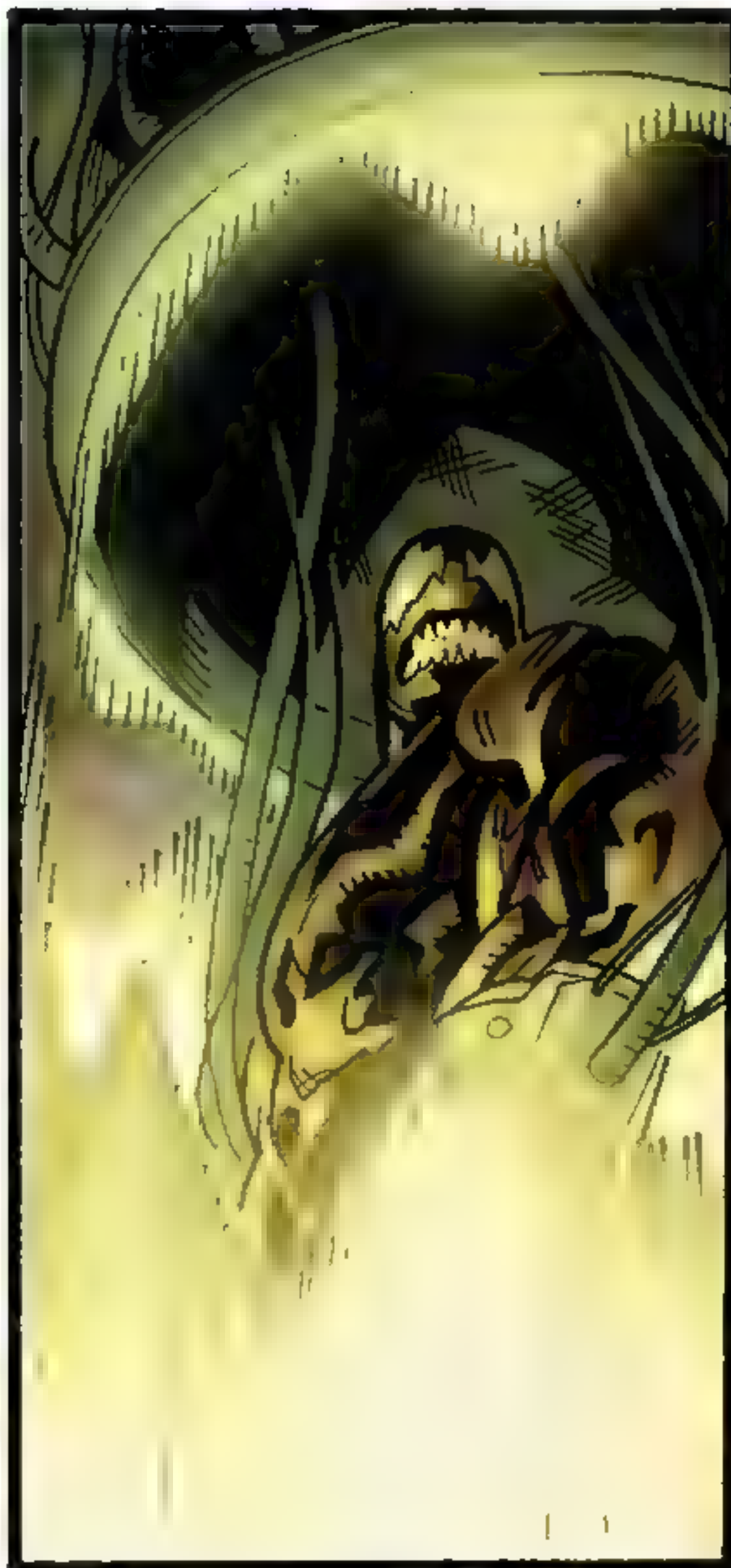


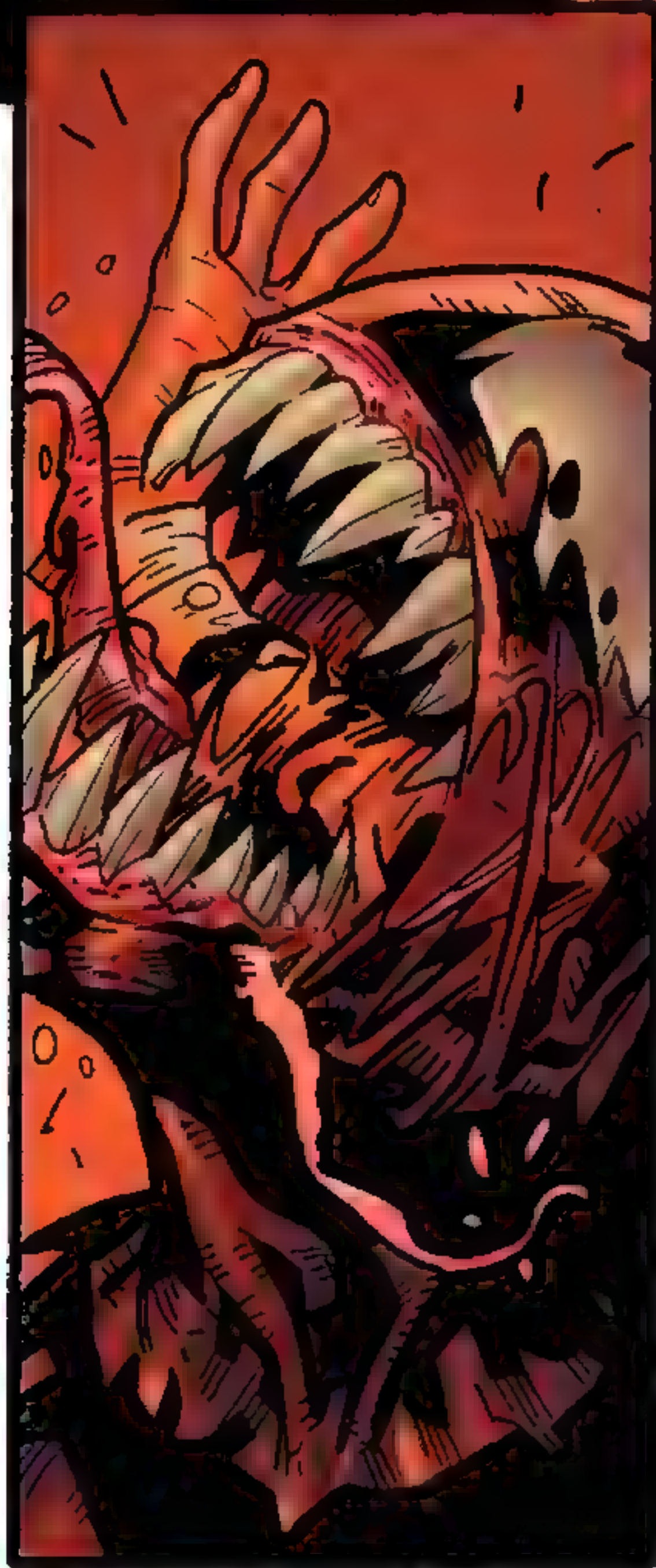
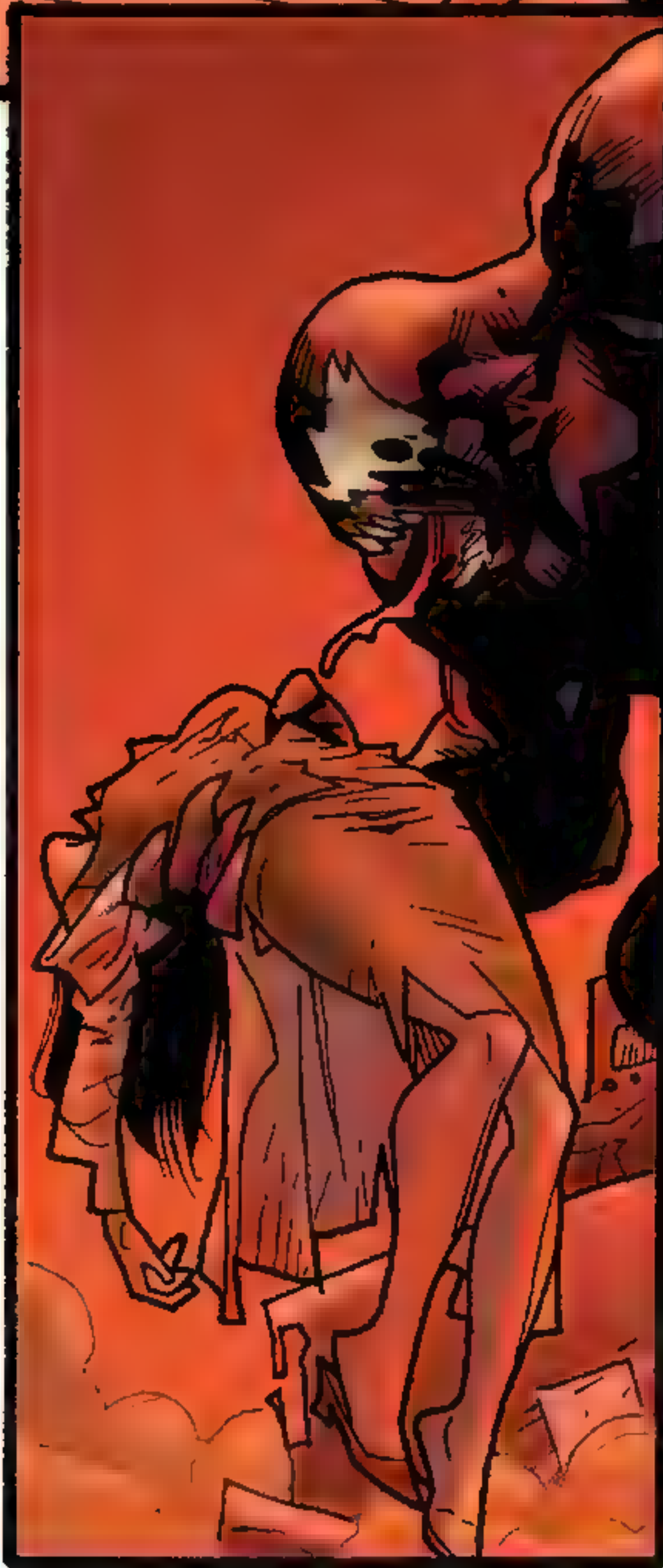


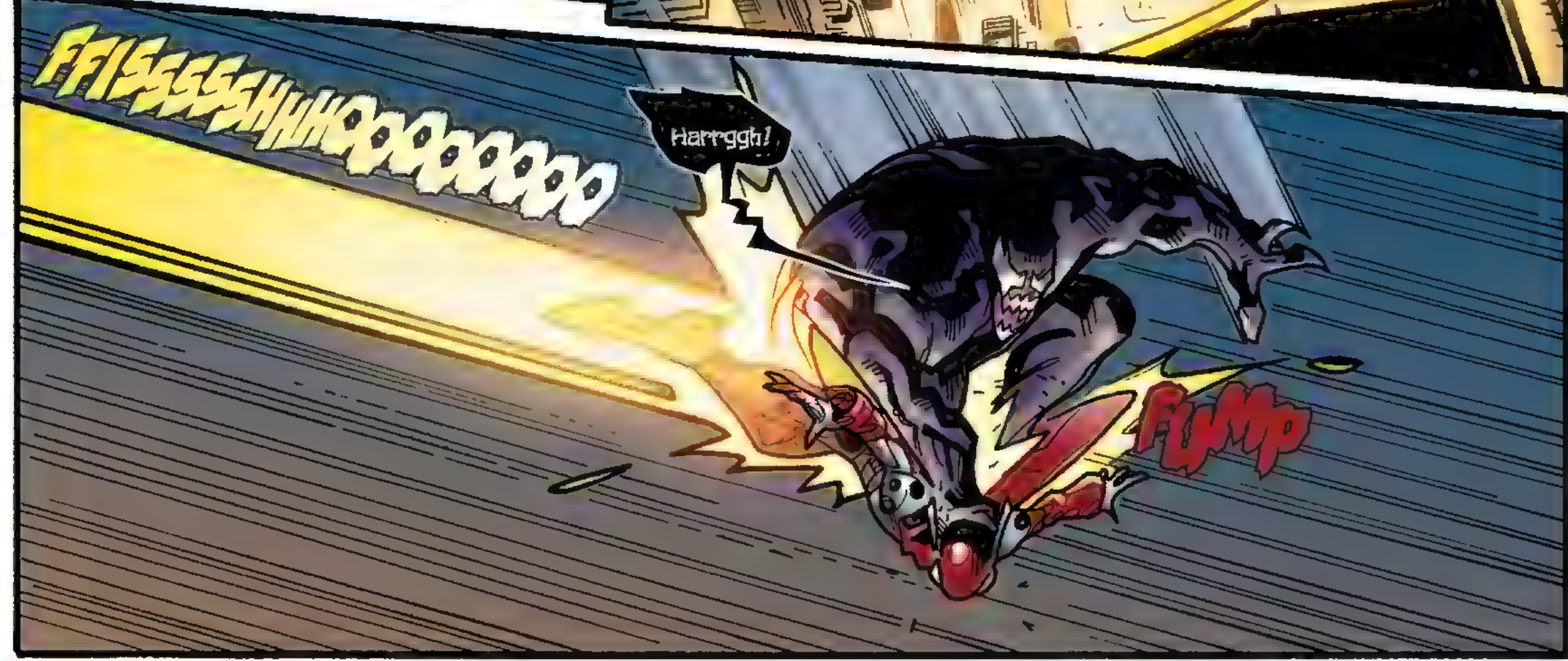
Trask Laboratories,
Midtown Manhattan.
Twenty minutes prior.



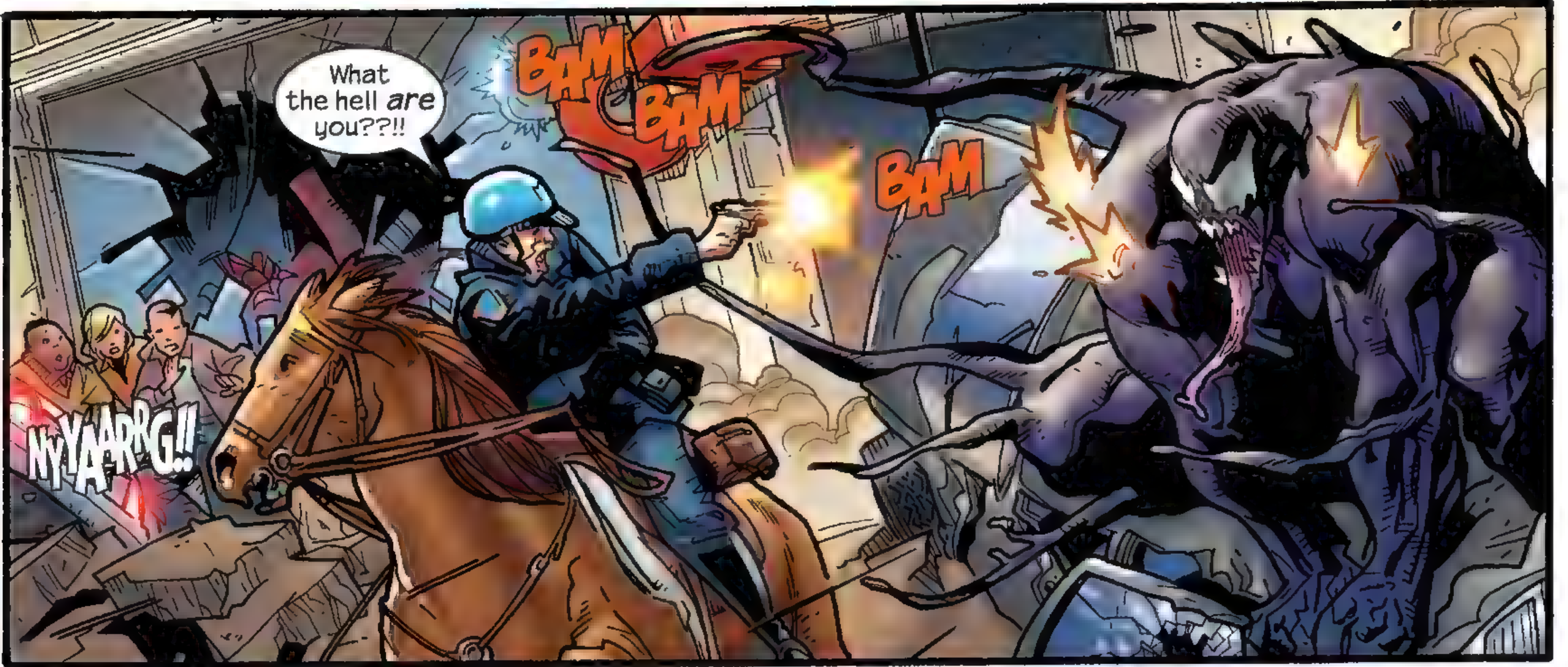
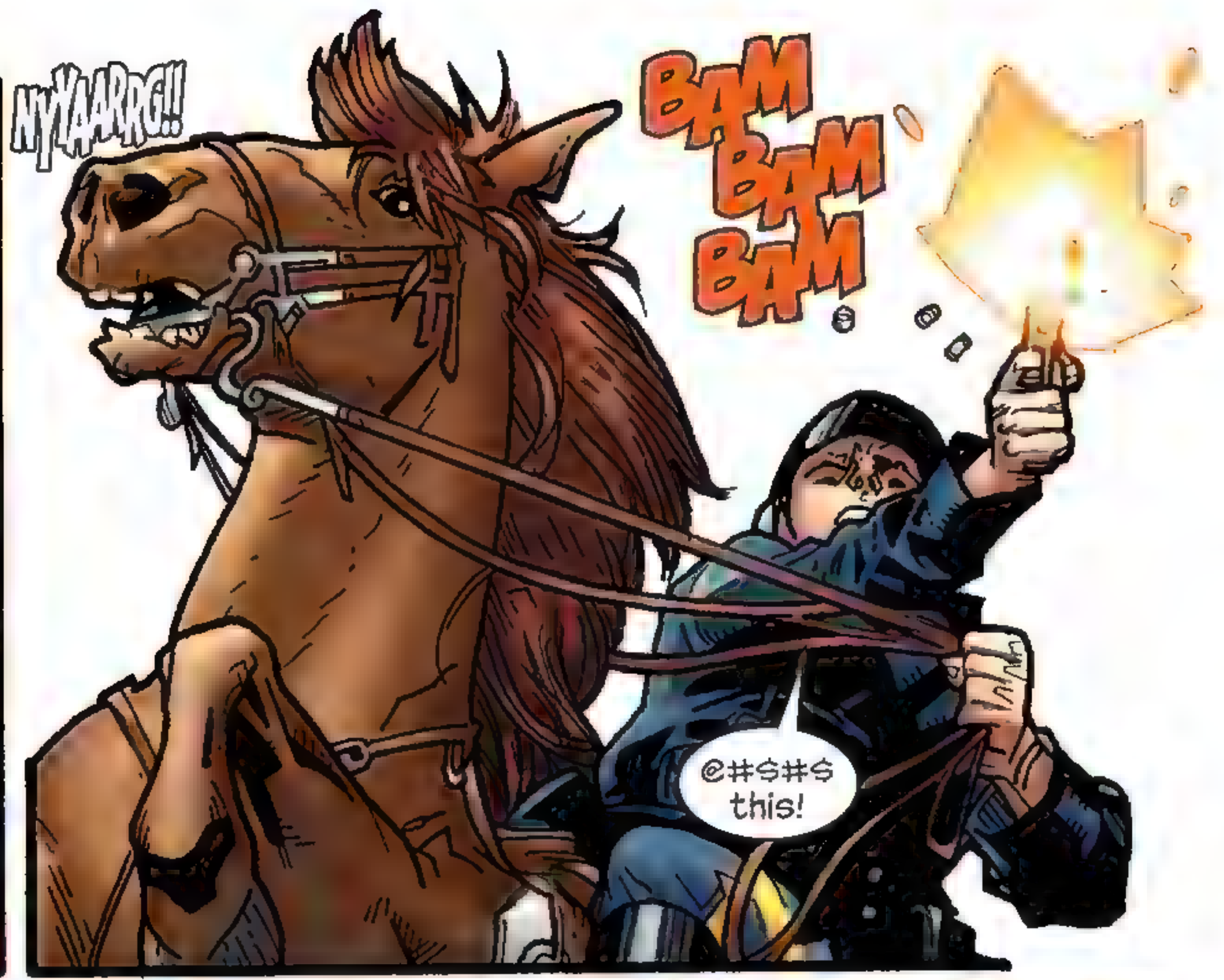


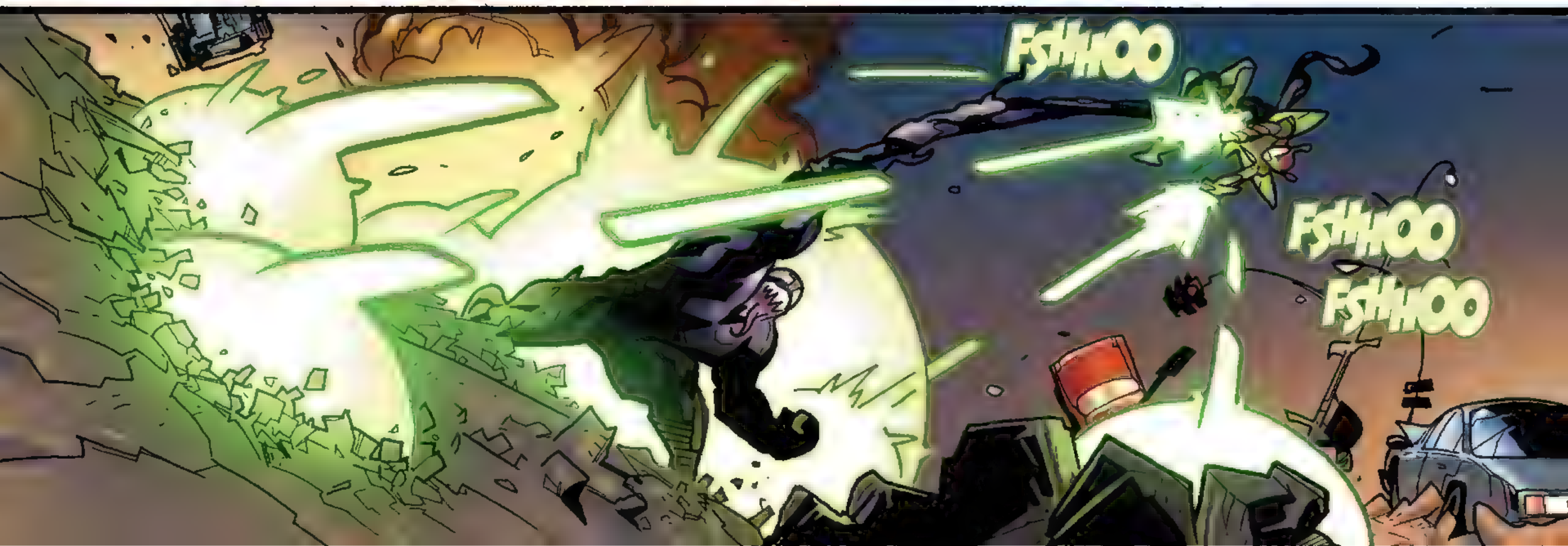
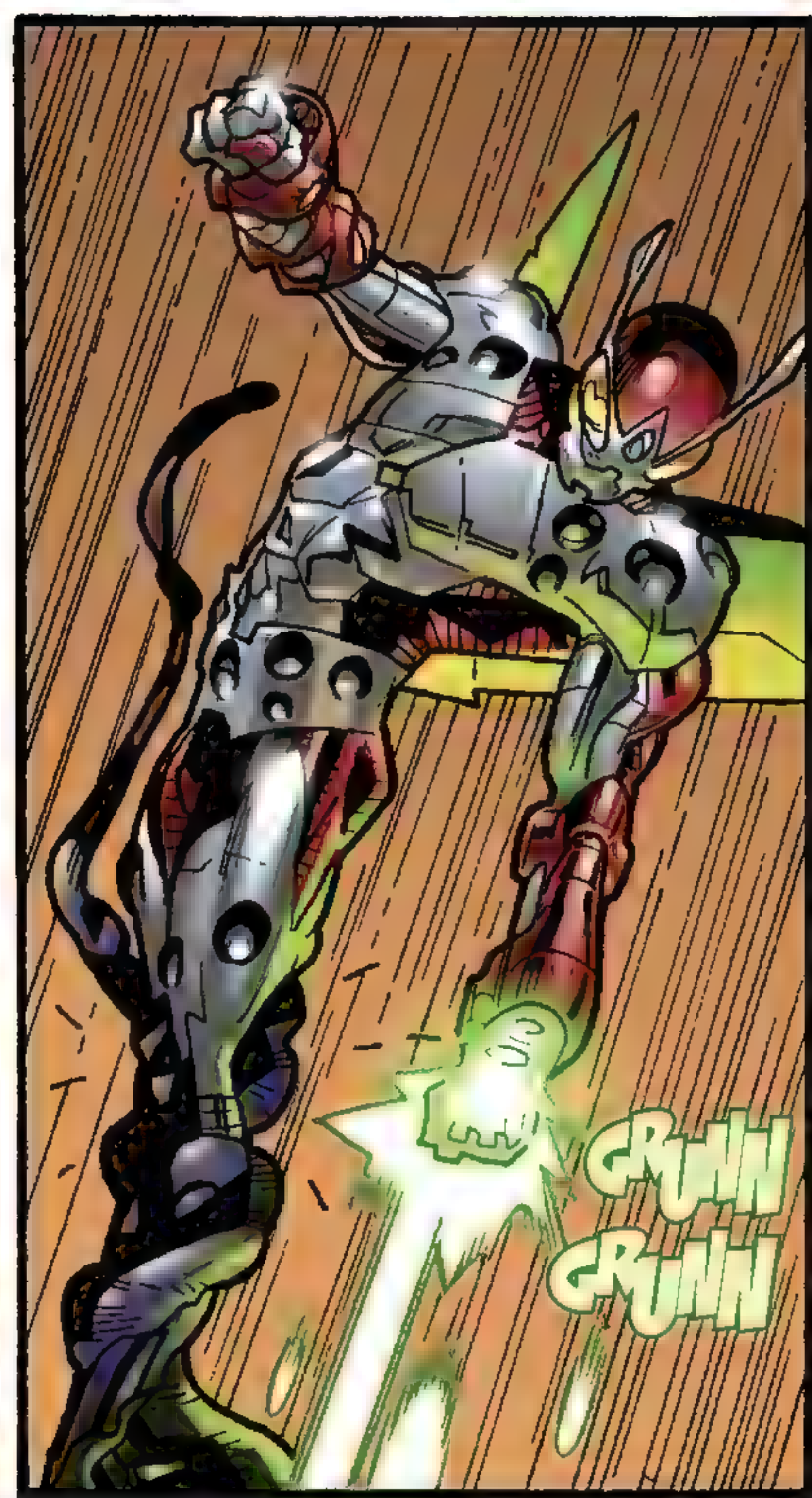


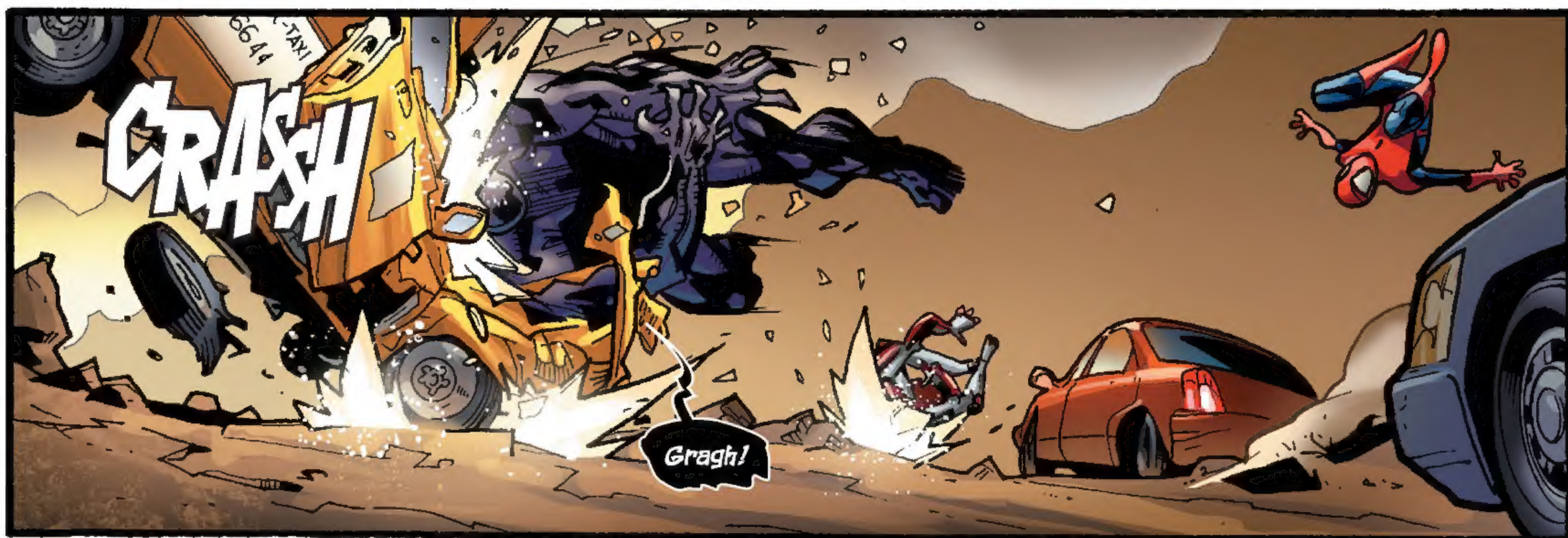


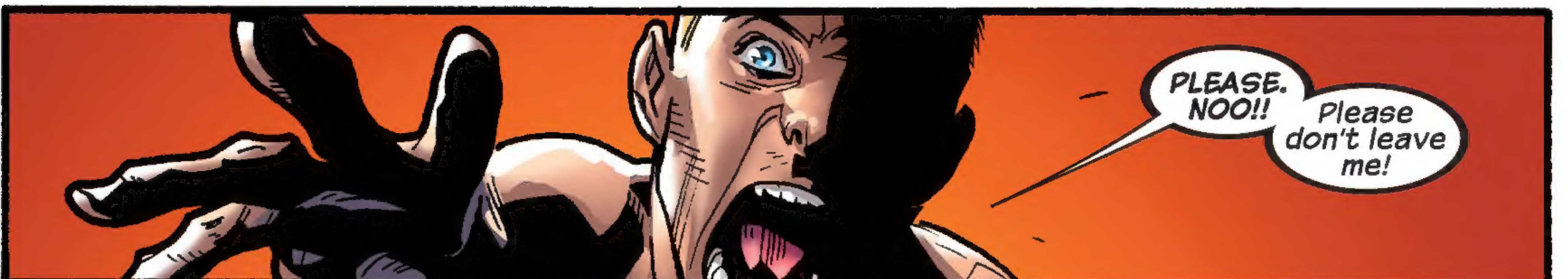
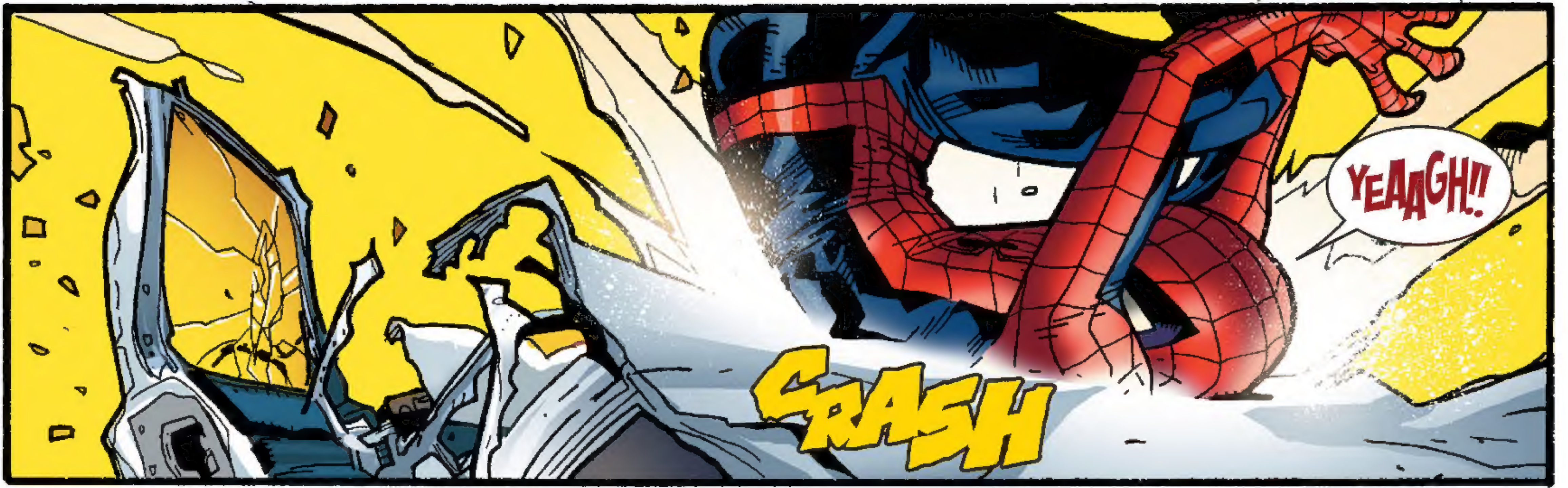














Noooo!!!

To Be Continued!



SON OF ULTRAMAN